

**Title 13: CORPORATIONS**  
**Chapter 3: FORMATION, CERTIFICATES AND MEETINGS**

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**Maine Revised Statutes**  
**Title 13: CORPORATIONS**  
**Chapter 3: FORMATION, CERTIFICATES AND MEETINGS**

**Subchapter 1: ORGANIZATION UNDER SPECIAL ACT**

**§41. FIRST MEETING**

The first meeting of any corporation chartered by special act of the Legislature, unless otherwise provided, shall be called by a notice signed by some person named in the act of incorporation, setting forth the time, place and purpose of the meeting, a copy of which shall be delivered to each member or published in a newspaper of general circulation in the county 7 days before the meeting. [1987, c. 667, §6 (AMD).]

SECTION HISTORY

1987, c. 667, §6 (AMD).

**§42. CAPITAL STOCK; RECORD OF OWNERS**

The capital of corporations incorporated by special Act of the Legislature must be fixed and divided into shares. The names of the owners and the number of shares owned by each must be entered of record at the first meeting. The capital may be subsequently increased as provided in Title 13-C, chapter 10, by an appropriate amendment to its articles of incorporation. [2001, c. 2, Pt. B, §58 (AFF); 2001, c. 2, Pt. B, §25 (COR).]

SECTION HISTORY

1971, c. 439, §11 (AMD). RR 2001, c. 2, §B58 (AFF). RR 2001, c. 2, §B25 (COR).

**§43. CERTIFICATE OF ORGANIZATION**

Before commencing business, the president, treasurer and a majority of the directors of any corporation chartered by a special act of the Legislature shall prepare, sign, date and deliver for filing with the Secretary of State articles of incorporation as required by Title 13-C, section 202. In addition to the provisions under Title 13-C, section 202, the corporation must provide the date of approval of its charter and purposes of the corporation. If articles of incorporation delivered for filing to the Secretary of State pursuant to this section satisfy the requirements of this subchapter and Title 13-C, section 202, the Secretary of State shall file the articles of incorporation. The date of filing is the date of receipt by the Secretary of State. After filing the articles of incorporation under this subchapter, the Secretary of State shall deliver to the corporation or its representative a copy of the document with an acknowledgment of the date of filing. [2009, c. 56, §3 (AMD).]

SECTION HISTORY

2009, c. 56, §3 (AMD).

**§44. FEES**

The filing fee for the articles of incorporation filed under section 43 is the same as for a corporation filing articles of incorporation under Title 13-C. [2009, c. 56, §4 (AMD).]

SECTION HISTORY

2009, c. 56, §4 (AMD).

## **§45. BUSINESS FORBIDDEN UNTIL CERTIFICATE FILED**

No corporation created by special act of the Legislature, municipal corporations excepted, shall carry on any business whatsoever before filing in the office of the Secretary of State the certificate of organization provided by section 43. Whoever, whether named in the act of the Legislature or not, conducts and carries on any business whatsoever in the name of such corporation before said certificate is filed shall be personally and individually liable for all contracts and debts of said corporation contracted prior to the filing of said certificate. This section shall apply to all individuals granted special rights and privileges by act of the Legislature.

### **Subchapter 2: ORGANIZATION UNDER GENERAL LAW**

## **§71. PURPOSES**

*(REPEALED)*

### SECTION HISTORY

1971, c. 439, §25 (RP).

## **§72. FIRST MEETING; NOTICE OF WAIVER**

*(REPEALED)*

### SECTION HISTORY

1971, c. 439, §25 (RP).

## **§73. CERTIFICATE OF ORGANIZATION; FEES**

*(REPEALED)*

### SECTION HISTORY

1965, c. 276, §1 (AMD). 1971, c. 439, §25 (RP).

## **§74. PROTECTION FOR CORPORATE NAME**

*(REPEALED)*

### SECTION HISTORY

1965, c. 67, (AMD). 1967, c. 187, (AMD). 1971, c. 439, §25 (RP).

## **§75. COMPOSITE CERTIFICATE OF ORGANIZATION**

*(REPEALED)*

### SECTION HISTORY

1971, c. 439, §25 (RP).

## **§76. QUASI-PUBLIC CORPORATIONS; FEES**

*(REPEALED)*

### SECTION HISTORY

1971, c. 439, §25 (RP).

## **§77. CERTIFICATES OF ORGANIZATION FILED PRIOR TO MARCH 15, 1893**

*(REPEALED)*

### SECTION HISTORY

1967, c. 319, (AMD). 1971, c. 439, §25 (RP).

**§78. ORGANIZATION COMPLETE ON FILING OF CERTIFICATE**  
***(REPEALED)***

SECTION HISTORY  
1971, c. 439, §25 (RP).

**§79. NONPAR STOCK CERTIFICATES**  
***(REPEALED)***

SECTION HISTORY  
1971, c. 439, §25 (RP).

Subchapter 3: MEETINGS

**§101. MEETINGS BY CONSENT**  
***(REPEALED)***

SECTION HISTORY  
1971, c. 439, §25 (RP).

**§102. MEETINGS CALLED BY JUSTICE OF PEACE**  
***(REPEALED)***

SECTION HISTORY  
1971, c. 439, §25 (RP).

**§103. PRESIDING OFFICER**  
***(REPEALED)***

SECTION HISTORY  
1971, c. 439, §25 (RP).

**§104. PROXIES; GENERAL POWER OF ATTORNEY**  
***(REPEALED)***

SECTION HISTORY  
1971, c. 439, §25 (RP).

**§105. VOTING PLEDGED STOCK**  
***(REPEALED)***

SECTION HISTORY  
1971, c. 439, §25 (RP).

**§106. OFFICERS HOLDING OVER; ELECTION AFTER ANNUAL MEETING;  
OBJECTIONS**  
***(REPEALED)***

## SECTION HISTORY

1971, c. 439, §25 (RP).

**§107. NEW ELECTION IF OBJECTIONS FILED**

*(REPEALED)*

## SECTION HISTORY

1971, c. 439, §25 (RP).

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